

A RESOLUTION

SIDC -2004-01

AUTHORIZING THE TRANSFER OF APPROXIMATELY 2,678 ACRES OF PROPERTY FROM THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION TO TOYOTA MOTOR MANUFACTURING NORTH AMERICA, INC. TO FULFILL OBLIGATIONS FROM THE STARBRIGHT AGREEMENT DATED MAY 22, 2003; AND AUTHORIZING PAYMENT OF ALL APPROPRIATE CLOSING COSTS.

WHEREAS, the City of San Antonio, Texas, Starbright Industrial Development Corporation (the "Corporation"), is an industrial development corporation formed pursuant to the Development Corporation Act of 1979, Texas Revised Civil Statutes Annotated, Article 5190.6, as amended (the "Act"), to aid and act on behalf of the City of San Antonio (the "City") in commercial and industrial development; and

WHEREAS, the Board of Directors of the Corporation (the "Board") hereby deems it necessary and desirable to accept title to approximately 639 additional acres of real property in Bexar County, Texas, which is more fully described at Exhibit A from the City of San Antonio and then convey title to approximately 2,678 acres of real property in Bexar County, Texas to the Toyota Motor Manufacturing North America, Inc or its assigns as permitted in the Starbright Agreement previously approved by the Board on May 22, 2003; and

WHEREAS, the conveyance of the Property, which is more fully described at Exhibit B is necessary to fulfill the terms and conditions of the Economic Development Contract with the City of San Antonio; **NOW THEREFORE**,

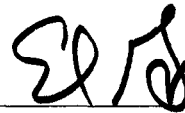
BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION:

SECTION 1. The Executive Director and the Treasurer are each authorized to take all such actions on behalf of the Corporation as may be necessary to acquire the remaining 639 acres of property from the City of San Antonio as more particularly described at Exhibit A and further to convey that property as well as previously acquired property constituting approximately 2,678 acres of real property in Bexar County, Texas to the Toyota Motor Manufacturing North America, Inc. or its assigns ("Toyota") as set forth in the Starbright Agreement and to take such further actions as may be necessary to fulfill the terms of the Starbright agreement. Further, the Executive Director, the Treasurer or either of them is authorized to pay necessary closing costs. Further, they, or either one of them, is authorized receive and to deposit the balance of the payment received at closing from Toyota into the authorized accounts of this corporation. The actions of the Executive Director, the Treasurer and the agents of the Corporation which have previously be completed or as may be necessary to effectuate the acquisition and conveyance of the property and fulfillment of the Starbright Agreement are hereby fully and completely ratified and confirmed.

SECTION 2. The Corporation hereby finds that the statements set forth in the recitals of this Resolution are true and correct, and the Corporation hereby incorporates such recitals as a part of this Resolution.

THIS RESOLUTION SHALL BECOME EFFECTIVE IMMEDIATELY UPON PASSAGE THEREOF.

PASSED AND ADOPTED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION THIS 15TH DAY OF JANUARY, 2004.



PRESIDENT, BOARD OF DIRECTORS

ATTEST:



SECRETARY, BOARD OF DIRECTORS